

1 Annette W. Jarvis, Utah Bar No. 1649
2 RAY QUINNEY & NEBEKER P.C.
3 36 South State Street, Suite 1400
4 P.O. Box 45385
5 Salt Lake City, Utah 84145-0385
6 Telephone: (801) 532-1500
7 Facsimile: (801) 532-7543
8 Email: ajarvis@rqn.com
9 and
10 Lenard E. Schwartzzer
Nevada Bar No. 0399
Schwartzzer & McPherson Law Firm
2850 South Jones Boulevard, Suite 1
Las Vegas, Nevada 89146-5308
Telephone: (702) 228-7590
Facsimile: (702) 892-0122
E-Mail: bkfilings@s-mlaw.com
11 Attorneys for Debtors and Debtors-in-

E-Filing January 16, 2007

UNITED STATES BANKRUPTCY COURT

DISTRICT OF NEVADA

12	In re: USA COMMERCIAL MORTGAGE COMPANY, Debtor.	Case No. BK-S-06-10725 LBR Case No. BK-S-06-10726 LBR Case No. BK-S-06-10727 LBR Case No. BK-S-06-10728 LBR Case No. BK-S-06-10729 LBR
13	In re: USA CAPITAL REALTY ADVISORS, LLC, Debtor.	Chapter 11
14	In re: USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC, Debtor.	Jointly Administered Under Case No. BK-S-06-10725 LBR
15	In re: USA CAPITAL FIRST TRUST DEED FUND, LLC, Debtor.	AMENDED NOTICE OF ENTRY STIPULATION AND ORDER RE MODIFICATION OF ADMINISTRATIVE ORDER ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES OF PROFESSIONALS (AFFECTS ALL DEBTORS)
16	In re: USA SECURITIES, LLC, Debtor.	
17	Affects: <input checked="" type="checkbox"/> All Debtors <input type="checkbox"/> USA Commercial Mortgage Company <input type="checkbox"/> USA Securities, LLC <input type="checkbox"/> USA Capital Realty Advisors, LLC <input type="checkbox"/> USA Capital Diversified Trust Deed Fund, LLC <input type="checkbox"/> USA First Trust Deed Fund, LLC	
18		Date: 6/21/06
19		Time: 9:30 a.m.
20		
21		
22		
23		
24		

Date: 6/21/06
Time: 9:30 a.m.



Entered on Docket
December 27, 2006

Hon. Linda B. Riegle
United States Bankruptcy Judge

5 Annette W. Jarvis, Utah Bar No. 1649
6 RAY QUINNEY & NEEBEKER P.C.
7 36 South State Street, Suite 1400
8 P.O. Box 45385
9 Salt Lake City, Utah 84145-0385
Telephone: (801) 532-1500
Facsimile: (801) 532-7543
Email: ajarvis@rqn.com

10 and
11 Lenard E. Schwartz
Nevada Bar No. 0399
12 Schwartz & McPherson Law Firm
2850 South Jones Boulevard, Suite 1
13 Las Vegas, Nevada 89146-5308
Telephone: (702) 228-7590
Facsimile: (702) 892-0122
14 E-Mail: bkfilings@s-mllaw.com

15 Attorneys for Debtors and Debtors-in-Possession

16 **UNITED STATES BANKRUPTCY COURT**

17 **DISTRICT OF NEVADA**

18 In re:
19 USA COMMERCIAL MORTGAGE COMPANY,
Debtor.

Case No. BK-S-06-10725 LBR
Case No. BK-S-06-10726 LBR
Case No. BK-S-06-10727 LBR
Case No. BK-S-06-10728 LBR
Case No. BK-S-06-10729 LBR

20 In re:
21 USA CAPITAL REALTY ADVISORS, LLC,
Debtor.

Chapter 11
Jointly Administered Under
Case No. BK-S-06-10725 LBR

22 In re:
23 USA CAPITAL DIVERSIFIED TRUST DEED FUND,
LLC,
Debtor.

**STIPULATION AND ORDER RE
MODIFICATION OF
ADMINISTRATIVE ORDER
ESTABLISHING PROCEDURES FOR
INTERIM COMPENSATION AND
REIMBURSEMENT OF EXPENSES
OF PROFESSIONALS (AFFECTS ALL
DEBTORS)**

24 In re:
25 USA SECURITIES, LLC,
Debtor.

26 Affects:
27 All Debtors
 USA Commercial Mortgage Company
 USA Securities, LLC
 USA Capital Realty Advisors, LLC
 USA Capital Diversified Trust Deed Fund, LLC
 USA First Trust Deed Fund, LLC

Date: 6/21/06
Time: 9:30 a.m.

1 IT IS HEREBY STIPULATED and AGREED by and between USA Commercial
 2 Mortgage Company, USA Securities, LLC, USA Capital Realty Advisors, LLC, USA Capital
 3 Diversified Trust Deed Fund, LLC, and USA Capital First Trust Deed Fund, LLC (collectively,
 4 the "Debtors") by and through their attorneys, the law firm of Schwartzer & McPherson and Ray
 5 Quinney & Nebeker; the Official Committee of Holders of Executory Contract Rights through
 6 USA Commercial Mortgage Company by and through its attorneys, Gordon & Silver, Ltd.; the
 7 Official Unsecured Creditors Committee by and through its counsel, Lewis and Roca, LLP; the
 8 Official Committee of Equity Security Holders of USA First Trust Deed Fund, LLC by and
 9 through its counsel, Stutman, Treister & Glatt, L.P. and Shea & Carlyon, Ltd.; the Official
 10 Committee of Equity Security Holders of USA Capital Diversified Trust Fund, LLC by and
 11 through its counsel, Orrick Herrington & Sutcliffe LLP and Beckley Singleton, Chtd.;
 12 (collectively, the "Committees") and the Office of the United States Trustee, by and through
 13 August B. Landis, Esq. (the "Trustee"); as follows:

14 WHEREAS, the pursuant to the "Administrative Order Establishing Procedures for
 15 Interim Compensation and Reimbursement of Expenses of Professionals," entered on August 29,
 16 2006 [Docket No. 1199] (the "Interim Compensation Order"), this Court has established certain
 17 procedures with respect to the interim compensation of professionals of the Debtors' estates;

18 WHEREAS, pursuant to the Interim Compensation Order, the second interim fee
 19 applications for the period of August 1, 2006 through November 30, 2006 is due on December 29,
 20 2006 (the "Second Interim Fee Applications");

21 WHEREAS, on December 20, 2006, the Court made an oral ruling, confirming the
 22 "Debtors' Third Amended Joint Chapter 11 Plan of Reorganization" [Docket No. 1799] (the
 23 "Plan"), and the Debtors and the Committees are preparing a confirmation order and related
 24 findings to be lodged with the Court;

25 WHEREAS, pursuant to the Plan, the deadline for filing applications for final allowance of
 26 compensation and reimbursement of expenses by all professionals or other entities requesting
 27 compensation or reimbursement of expenses under sections 327, 328, 330, 331, 503(b) and/or
 28 1103 of the Bankruptcy Code for services rendered (the "Final Fee Applications") prior to the

1 effective date of the Plan ("Effective Date") is no later than forty-five (45) days after the Effective
 2 Date;

3 WHEREAS, the Debtors and Committees anticipate that the Effective Date will occur in
 4 January 2007; and

5 WHEREAS, in an effort to minimize the costs to the Debtors' estates, the Debtors, the
 6 Committees and their respective professionals have agreed that (i) if the Effective Date occurs on
 7 or before January 31, 2007, professionals of the Debtors' estates need not file Second Interim Fee
 8 Applications and shall seek compensation for all periods prior to the Effective Date in their
 9 respective Final Fee Applications and (ii) to the extent the Effective Date does not occur on or
 10 before January 31, 2007, Second Interim Fee Applications shall be filed on or before February 15,
 11 2007, and shall include the period of August 1, 2006 through December 31, 2006.

12 NOW, THEREFORE, the Parties hereby stipulate and agree as follows:

13 1. If the Effective Date occurs on or before January 31, 2007, professionals of the
 14 Debtors' estates need not file Second Interim Fee Applications, and shall seek compensation for all
 15 periods prior to the Effective Date in their respective Final Fee Applications in accordance with
 16 the procedures set forth in the Plan.

17 2. If the Effective Date does not occur on or before January 31, 2007, Second Interim
 18 Fee Applications (i) shall be filed on or before February 15, 2007, (ii) shall include the period of
 19 August 1, 2006 through December 31, 2006, and (iii) any hearing thereon shall be scheduled for
 20 no earlier than March 12, 2007.

21 3. Professionals may continue to request monthly interim compensation and
 22 reimbursement of expenses in accordance with the Interim Compensation Order.

23 4. The undersigned parties may informally extend dates with regard to such monthly
 24 compensation procedures, including extensions of the date for presentation of interim requests and
 25 the deadlines for serving objections thereto.

26 5. Notwithstanding anything to the contrary herein, nothing in this Stipulation and
 27 Order shall prejudice the right of any party to seek a further extension of the deadline or the
 28 requirement to file the Second Interim Fee Applications.

1 DATED this 22nd day of December, 2006.

2 **RAY, QUINNEY & NEBEKER, P.C. and**
3 **SCHWARTZER & MCPHERSON LAW**
4 **FIRM**

5 By: /s/ Lenard E. Schwartzer
6 Lenard E. Schwartzer, Esq.
7 Jeanette E. McPherson, Esq.
8 *Attorneys for the Debtors and Debtors in
Possession*

9 **GORDON & SILVER, LTD.**

10 By: /s/ Gregory M. Garman
11 Gerald M. Gordon, Esq.
12 Gregory M. Garman, Esq.
13 *Counsel for the Official Committee of Holders of
14 Executory Contract Rights of USA Commercial
Mortgage Company*

15 **STUTMAN TREISTER & GLATT, L.P. and**
16 **SHEA & CARLYON, LTD.**

17 By: /s/ Christine Pajak
18 Eve Karasik, Esq.
19 Christine Pajak, Esq.
20 Candace Carlyon, Esq.
21 *Counsel for the Official Committee of Equity
Security Holders of USA Capital First Trust Deed
Fund LLC*

22 **IT IS SO ORDERED.**

23 PREPARED AND SUBMITTED by:
24 **RAY, QUINNEY & NEBEKER, P.C. and**
25 **SCHWARTZER & MCPHERSON LAW FIRM**

26 By: /s/ Lenard E. Schwartzer
27 Lenard E. Schwartzer, Esq.
28 Jeanette E. McPherson, Esq.
29 *Attorneys for the Debtors and Debtors in Possession*

OFFICE OF THE U.S. TRUSTEE

By: /s/ Augie Landis
August B. Landis, Esq.

ORRICK, HERRINGTON & SUTCLIFFE
LLP and BECKLEY SINGLETON,
CHTD.

By: /s/ Marc A. Levinson
Marc A. Levinson, Esq.
Brett A. Axelrod, Esq.
Anne M. Loraditch, Esq.
*Counsel for the Official Committee of Equity
Security Holders of USA Capital Diversified
Trust Deed Fund, LLC*

LEWIS AND ROCA, LLP

By: /s/ Rob Charles
Susan M. Freeman, Esq.
Rob Charles, Esq.
*Counsel for the Official Committee
of Unsecured Creditors of USA Commercial
Mortgage Company*

1
2

3 **CERTIFICATE OF SERVICE**

4 1. On January 15, 2007, I served the following document(s):
5 a. Notice of Entry of Stipulation and Order Re Modification Of Administrative Order
6 Establishing Procedures For Interim Compensation And Reimbursement Of Expenses Of
7 Professionals (Affects All Debtors)
8 2. I served the above-named document(s) by the following means to the persons as listed
9 below:

10 a. **By ECF System:**

11 FRANKLIN C. ADAMS franklin.adams@bbklaw.com, arthur.johnston@bbklaw.com
12 NANCY L ALLF nallf@parsonsbehle.com,
klawrence@parsonsbehle.com;tthomas@parsonsbehle.com;ecf@parsonsbehle.com
13 OGONNA M. ATAMOH oatamoh@nevadafirm.com,
bkecf@nevadafirm.com;paltstatt@nevadafirm.com;sliberio@nevadafirm.com
14 BMC GROUP, INC. evrato@bmcgroup.com,
ecf@bmcgroup.com;jmiller@bmcgroup.com;jbartlett@bmcgroup.com
15 KELLY J. BRINKMAN kbrinkman@goldpatterson.com,
16 THOMAS R BROOKSBANK tom@tombrooksbank.com, renee@tombrooksbank.com
17 MATTHEW Q. CALLISTER mqc@callister-reynolds.com, maggie@callister-
reynolds.com!
18 CANDACE C CARLYON ltreadway@sheacarlyon.com,
ccarlyon@sheacarlyon.com;bankruptcyfilings@sheacarlyon.com;rmsmith@sheacarlyon.com
19 ROB CHARLES rcharles@lrlaw.com, cjordan@lrlaw.com
20 MICHAEL W. CHEN yvette@ccfirm.com
21 KEVIN B. CHRISTENSEN kbchrislaw@aol.com,
22 JANET L. CHUBB tbw@jonesvargas.com
23 JEFFREY A. COGAN jeffrey@jeffreycogan.com, sarah@jeffreycogan.com

1 WILLIAM D COPE cope_guerra@yahoo.com, cope_guerra@yahoo.com
 2 CICI CUNNINGHAM bankruptcy@rocgd.com
 3 LAUREL E. DA! VIS b! klsclv@l ionelsawyer.com,
 4 ldavis@lionelsawyer.com;gbagley@lionelsawyer.com;ldavisesq@aol.com
 5 DEBT ACQUISITION COMPANY OF AMERICA V, LLC (tf) tfette@daca4.com,
 6 THOMAS H. FELL BANKRUPTCYNOTICES@GORDONSILVER.COM
 7 SCOTT D. FLEMING sfleming@halelane.com,
 8 dbergsing@halelane.com,ecfvegas@halelane.com
 9 GREGORY E GARMAN bankruptcynotices@gordonsilver.com
 10 WADE B. GOCHNOUR wgochnour@hwmvlaw.com, donnat@hwmvlaw.com
 11 CARLOS A. GONZALEZ carlos.gonzalez2@usdoj.gov,
 12 Darlene.Ruckard@usdoj.gov;Eunice.Jones@usdoj.gov;Sue.Knight@usdoj.gov
 13 GERALD M GORDON bankruptcynotices@gordonsilver.com
 14 TALIT! HA B. GRAY bankruptcynotices@gordonsilver.com
 15 MARJORIE A. GUYMON bankruptcy@goldguylaw.com, ddias@goldguylaw.com
 16 JEFFREY R. HALL jhall@sheacarlyon.com,
 17 bankruptcylfilings@sheacarlyon.com;aboehmer@sheacarlyon.com;ltreadway@sheacarlyon.co
 18 m;rsmith@sheacarlyon.com
 19 XANNA R. HARDMAN xanna.hardman@gmail.com,
 20 STEPHEN R HARRIS noticesbh&p@renolaw.biz
 21 BRIGID M. HIGGINS bankruptcynotices@gordonsilver.com,
 22 DAVID W. HUSTON dwh@hustonlaw.net, swaits@hustonlaw.net
 23 CHRISTOPHER D JAIME ! cjaime@waltherkey.com, kbernhar@waltherkey.com
 24 EVAN ! L. JAMES ejameslv@earthlink.net, kbchrislaw@aol.com
 25 ANNETTE W JARVIS ,
 26 TY E. KEHOE TyKehoeLaw@aol.com
 27 ROBERT R. KINAS rkinas@swlaw.com,

1 mstrand@swlaw.com;jlustig@swlaw.com;chaines@swlaw.com;imccord@swlaw.com

2 ZACHARIAH LARSON ecf@lslawnv.com

3 JOHN J. LAXAGUE jlaxague@canecClark.com

4 NILE LEATHAM nleatham@klnevada.com,
ckishi@klnevada.com;bankruptcy@klnevada.com

5 ROBERT C. LEPOME robert@robertlepome.com, susan@robertlepome.com

6 ANNE M. LORADITCH ! ecffilings@beckleylaw.com,
aloraditch@beckleylaw.com;pkois@beckleylaw.com

7 REGINA M. MCCONNELL rmcconnell@kssattorneys.com,

8 WILLIAM L. MCGIMSEY lawoffices601@lvcoxmail.com,

9 RICHARD MCKNIGHT mcknightlaw@cox.net,
gkopang@lawlasvegas.com;cburke@lawlasvegas.com,sforemaster@lawlasvegas.com

10 SHAWN W MILLER bankruptcyfilings@sheacarlyon.com,
smiller@sheacarlyon.com;aboehmer@sheacarlyon.com;ltreadway@sheacarlyon.com;rsmith@
sheacarlyon.com

11 DAVID MINCIN &! nbsp mcknightlaw@cox.net, gkopang@lawlasvegas.com;dminc!
in@lawlasvegas.com,cburke@lawlasvegas.com,sforemaster@lawlasvegas.com

12 JOHN F MURTHA jmurtha@woodburnandwedge.com

13 ERVEN T. NELSON erv@rlbolick.com, susan@rlbolick.com

14 VICTORIA L NELSON bkecf@nevadafirm.com,
vnelson@nevadafirm.com;paltstatt@nevadafirm.com;rholley@nevadafirm.com;sliberio@neva
dafirm.com

15 BOB L. OLSON ecffilings@beckleylaw.com,
bolson@beckleylaw.com;dgriffis@beckleylaw.com

16 DONNA M. OSBORN jinouye@marquisaurbach.com,
dosborn@marquisaurbach.com;tszostek@marquisaurbach.com;kgallegos@MarquisAurbach.c
om

17 ANDREW M. PARLEN aparlen@stutman.com,

18 DONALD T. POLEDNAK ! sandplegal@yahoo.com, spbankruptcy@yahoo.com

19 PAUL C RAY info@johnpeterlee.com

20 SUSAN WILLIAMS SCANN sscann@deanerlaw.com, palexander@deanerlaw.com

21 JAMES PATRICK SHEA bankruptcyfilings@sheacarlyon.com,

P:\USA\Commercial Mortgage\Pleadings\Fee Application\Amended COS and NOE Stip re Extending Time to File 2nd Interim Fee Apps.DOC

1 ltreadway@sheacarlyon.com;rsmith@sheacarlyon.com
 2 SHLOMO S. SHERMAN ssherman@sheacarlyon.com,
 3 aboehmer@sheacarlyon.com;bankruptcyfilings@sheacarlyon.com;ltreadway@sheacarlyon.co
 m;rsmith@sheacarlyon.com
 4 AMBRISH S. SIDHU ecf@lslawnv.com
 5 JEFFREY G. SLOANE gjklepel@yahoo.com, rmcconnell@kssattorneys.com
 6 DAVID A. STEPHE! NS dstephens@lvcm.com
 7 PETER SUSI cheryl@msmlaw.com, msm@msmlaw.com
 8 JEFFREY R. SYLVESTER jeff@sylvesterpolednak.com, David@sylvesterpolednak.com
 9 CARYN S. TIJSSELING cst@beesleymatteoni.com, aha@beesleymatteoni.com
 10 U.S. TRUSTEE - LV - 11 USTPRegion17.lv.ecf@usdoj.gov,
 11 WHITNEY B. WARNICK wbw@albrightstoddard.com, bstessel@albrightstoddard.com
 12 JOAN C WRIGHT jwright@allisonmackenzie.com, jbrooks@allisonmackenzie.com
 13 MATTHEW C. ZIRZOW bankruptcynotices@gordonsilver.com

14

15 b. **By United States mail, postage fully prepaid:**

16 c. **By Personal Service**

17 I personally delivered the document(s) to the persons at these addresses:

18

19 For a party represented by an attorney, delivery was made by handing the
 20 document(s) to the attorney or by leaving the document(s) at the attorney's office with a clerk or
 21 other person in charge, or if no one is in charge by leaving the document(s) in a conspicuous place
 22 in the office.

23 For a party, delivery was made by handing the document(s) to the party or by
 24 leaving the document(s) at the person's dwelling house or usual place of abode with someone of
 25 suitable age and discretion residing there.

26 d. **By direct email (as opposed to through the ECF System)**

27 Based upon the written agreement to accept service by email or a court order, I
 28 caused the document(s) to be sent to the persons at the email addresses listed below. I did not
 receive, within a reasonable time after the transmission, any electronic message or other indication
 that the transmission was unsuccessful.

e. **By fax transmission**

Based upon the written agreement of the parties to accept service by fax transmission or a court order, I faxed the document(s) to the persons at the fax numbers listed below. No error was reported by the fax machine that I used. A copy of the record of the fax transmission is attached.

f. By messenger

I served the document(s) by placing them in an envelope or package addressed to the persons at the addresses listed below and providing them to a messenger for service.

I declare under penalty of perjury that the foregoing is true and correct.

Signed on: January 16, 2007

Christi Vanderlip

(Name of Declarant)

/s/ *Christi Vanderlip*

(Signature of Declarant)

RTZER & MCPHERSON LAW FIRM
2850 South Jones Boulevard, Suite 1
Las Vegas, Nevada 89146-5308
Tel: (702) 228-7590 • Fax: (702) 892-0122